

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

Rio Tinto plc,

Plaintiff,

v.

Vale S.A., Benjamin Steinmetz, BSG
Resources Limited, VBG-Vale BSGR Limited
aka BSG Resources (Guinea) Ltd. aka BSG
Resources Guinée Ltd, BSG Resources Guinée
SARL aka BSG Resources (Guinea) SARL aka
VBG-Vale BSGR, Frederic Cilins, Mamadie
Touré, and Mahmoud Thiam,

Defendants.

Civil Action No. 14-cv-3042 (RMB) (AJP)

**DECLARATION OF ERIC C. LYTTLE
IN SUPPORT OF RIO TINTO'S OPPOSITION
TO DEFENDANTS' MOTION TO DISMISS THE AMENDED COMPLAINT**

I, Eric C. Lyttle, declare pursuant to 28 U.S.C. § 1746 as follows:

1. I am a partner of the law firm of Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Plaintiff Rio Tinto plc, and admitted *pro hac vice* in this matter, Dkt. No. 18. I respectfully submit this declaration in support of Rio Tinto's Opposition to the Motion to Dismiss filed by Defendants Vale S.A., Benjamin Steinmetz, BSG Resources Limited ("BSGR"), VBG Guinea, VBG-Vale (Guernsey), and Mahmoud Thiam (together, "Defendants"), Dkt. No. 180.¹

2. Attached as Exhibit A. is a true and correct copy of an English translation of the April 22, 2011 Settlement agreement between the Government of Guinea and Rio Tinto.

¹ Although not all defendants in this action have joined in the motion for a stay, Rio Tinto refers to the moving defendants as "Defendants" for ease of reference.

3. On July 29, 2014, Judge Peck ordered Defendants BSGR, Steinmetz, VBG Guinea, and VBG-Vale (Guernsey) to respond to jurisdictional discovery requests from Rio Tinto. 7/29/2014 Hr'g Tr. 20:18–22. A true and correct copy of the transcript of the hearing before Judge Peck on July 29, 2014 is attached as Exhibit B.

4. Rio Tinto served jurisdictional discovery requests on August 5, 2014. *See* Karlan Decl., Exs. N–O, Dkt. No. 99.

5. On February 2, 2015, February 24, 2015, and March 2, 2015, Rio Tinto produced to Defendants the investigative reports generated in connection with Rio Tinto's investigation into the change in its rights to Simandou Blocks 1 and 2.

6. To date, VBG Guinea and VBG-Vale (Guernsey) have not produced any documents, affidavits, or other evidence in response to any of Rio Tinto's discovery requests.

7. On January 16, 2015, BSGR and Steinmetz produced nine (9) documents, even though hundreds more hit on relevant search terms such as “Cilins,” who BSGR and Steinmetz deny is (or was) their employee, associate, agent, and/or co-conspirator. After the issue was raised before Judge Peck, counsel for BSGR and Steinmetz agreed to permit counsel for Rio Tinto to review these documents if counsel for Rio Tinto traveled to New York to review the documents in person at the offices of counsel for BSGR and Steinmetz. *See* 2/27/2015 Hr'g Tr. 25:22–26:24. Counsel for Rio Tinto has contacted counsel for BSGR and Steinmetz to make arrangements to view the documents. A true and correct copy of the transcript of the hearing before Judge Peck on February 27, 2015 is attached as Exhibit C.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: Washington, D.C.
March 6, 2015

By: 

Eric C. Lytle